

**Constitution and By-Laws
Prince of Peace Lutheran Church
Cedar Crest, NM**



**Revised by Voters Assembly
June 21st, 2020**

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CONSTITUTION

Preamble: In accordance with the will of God that Christian congregation conform to His Word in doctrine and practice and that everything in the congregation be done in a proper and orderly way (1 Corinthians 14:40), we the members of Prince of Peace Lutheran Church, accept and subscribe to the following Constitution and By-Laws, in accordance with which the spiritual and material affairs of the congregation shall be governed.

Article 1 - Name and Incorporation

- 1.01. The name of this congregation shall be Prince of Peace Lutheran Church, Cedar Crest, New Mexico.
- 1.02. For the purpose of this Constitution and the accompanying By-Laws, the congregation is hereinafter designated as "this congregation".
- 1.03. This congregation shall be incorporated under the laws of the State of New Mexico, as a Non-Profit Corporation.

Article 2 - Purpose

- 2.01 The purpose of this congregation shall be to seek honor and glory of God, to carry out His will, to manifest the unity of our faith in Jesus Christ as God and Savior, to spread the kingdom of God in accordance with the commission of Jesus Christ (Matthew 28:19-20). To foster Christian love and fellowship by the preaching of the Word of God, by the administration of the Sacraments, and by the religious instruction of both members and non-members. All of this is to be done in accordance with the confessional standard given in Article 4.

Article 3 - Nature of the Church

- 3.01 The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's redeeming love and forgiveness of sins through the death and resurrection of our Lord, Jesus Christ, so that others, too, might believe, and have eternal life in Him.
- 3.02 To participate in God's mission, this congregation as a part of the Church shall:
 - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
 - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ.

- d. Carry out Christ's Great Commandment by loving one another as He first loved us.
 - e. Nurture its members in the Word of God (as defined in Article 4) so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
- 3.03 To fulfill these purposes, this congregation shall:
- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
 - b. Provide pastoral care and assist its members in participating in this ministry.
 - c. Challenge, equip, and support its members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God.
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need in the community, work for justice and peace and care for the sick and the suffering.
 - g. Motivate its members to provide financial support for this congregation's ministry.
- 3.04 This congregation shall develop an organizational structure to be described in the By-Laws.
- 3.05 This congregation shall, from time to time, review its mission statement, which will provide specific motivation for its programs.
- 3.06 Any gifts received by this congregation as well as all income derived therefrom shall be used exclusively for religious, charitable and educational purposes conforming with Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.
- 3.07 No part of the income or property of this congregation shall inure to the benefit of or be distributable to any member, director or officer of the church or to any other private person except that the congregation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- 3.08 No part of the activities of this congregation shall involve propagandizing or attempting to influence legislation; and it shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) in behalf of any candidate for public office.
- 3.09 Notwithstanding any other provision of this document, this congregation shall (a) not carry on any activities not permitted to be carried on by an entity exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law or (b) do any act which would render contributions to the congregation non-deductible under Section 170(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

Article 4 - Confessional Standard (unalterable)

- 4.01 This congregation confesses Jesus Christ as Lord of the Church.
- 4.02 The congregation accepts, without reservation, the canonical Scriptures of the Old and New Testaments as the written Word of God and the only rule and norm of faith and practice.
- 4.03 The congregation acknowledges and accepts all the confessional writings of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as true and genuine expositions of the doctrine of the Bible. These confessional writings are the three Ecumenical Creeds (Apostles, Nicene and Athanasian), the Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, Luther's Large and Small Catechisms, and the Formula of Concord.

Article 5 - Doctrinal Literature (unalterable)

- 5.01 Only such hymns, prayers and liturgies shall be used in the public services of the congregation and in all ministerial acts as conform to the confessional standards of Article 4. All materials used for religious instruction must conform to the same standards.

Article 6 - Synodical Affiliation (unalterable)

- 6.01. This congregation shall be affiliated with and hold membership in the Lutheran Church-Missouri Synod as long as the confessions and constitution of said Synod are in accord with the constitution and confessional standards of this congregation as given in Article 4. It shall send its pastor(s) and lay delegate to the District conventions of the Synod and shall, to the best of its ability, collaborate with Synod and assist it in effecting all sound measures intended for the building up of the Kingdom of God.
- 6.02 The congregation may terminate its relationship with the Lutheran Church Missouri Synod by the following procedure:
 - a) A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of the Voters' Assembly. The purpose of this Voters' Assembly will be formally announced in the Church Bulletin for four consecutive Sunday's prior to the meeting, noted in the monthly Church News Letter, and sent by letter to all congregational members in good standing at least four weeks prior to the meeting.
 - b) The President and Secretary shall submit a certified copy of this resolution to the President, Rocky Mountain District, Lutheran Church Missouri Synod and shall mail a copy of the resolution to all voting members of this congregation within 10 days after the resolution has been adopted, at which time the

relationship between this congregation and the Lutheran Church Missouri Synod shall be terminated.

Article 7 – Membership

7.01 Members shall be classified as (a) baptized; (b) confirmed; (c) voting.

- a. Baptized Members are all members who have been baptized in the name of the Triune God (Matthew 28:19) and who are under the spiritual care of the pastor of this congregation, including the children who have not yet been confirmed. Baptized members are received through the Sacrament of Holy Baptism, through transfer, or with the consent of one or both parents or guardians in the case of children who have been baptized in another Christian congregation. Baptized members shall conform their lives to their baptismal vow.
- b. Communicant Members are baptized members who, after instruction, have affirmed the Christian faith as confessed in the Lutheran Church; who have committed themselves to active participation in the worship and work of this congregation; who actively support the mission of the church in accord with the gifts and abilities God has given them, who continue to give witness of their loyalty to Christ and who are not members of any other group or organization whose beliefs and activities are in conflict with Article 4.

Communicant members are received through the rite of confirmation, by transfer from another congregation in fellowship with the Lutheran Church Missouri Synod, upon profession of faith, or by reaffirmation of faith. Their reception shall be ratified at the next Voters Assembly.

- c. Voting Members are communicant members who have reached the legal voting age for the State of New Mexico and who have registered by signing the Constitution and By-Laws of this congregation. Termination of communicant membership automatically terminates voting membership.

Article 8 - Called Ministers (unalterable)

8.01 The Office of Pastor or any other called minister shall be conferred only on those who profess and adhere to the confessional standard set forth in Article 4.

Article 9 - Authority of the Congregation

9.01 Governing Body. The Voters Assembly shall be the governing body of this congregation and shall be empowered to administer and manage all its affairs. The establishment and conduct of all organizations within the congregation shall be subject to the approval and supervision of the Voters Assembly.

- 9.02 Final Authority. The Word of God shall be the final authority in deciding all matters of doctrine and conscience. All other matters shall be decided by majority vote unless otherwise specified by this Constitution or By-Laws.
- 9.03 Right of Calling. The right of calling pastors or other ministers of the Word shall be vested in the congregation and shall never be delegated to a smaller body or individual.
- 9.04 Authority of Officers. Congregational officers or committees, whether elected or appointed, shall have no authority beyond that which has been conferred upon them, and whatever authority may have been delegated to them may at any time be altered or revoked by the Voters Assembly.
- 9.05 Removal from office – Called Worker. Any pastor, or called worker may be removed from office by the Voters Assembly by a 70% majority ballot vote in Christian and lawful order, for one of the following reasons: persistent adherence to false doctrine, bringing disgrace to the office by immoral conduct, willful neglect of official duties, gross deficiency, or evident and protracted incapacity to perform the functions of the office to which the individual has been Divinely Called.

Charges on any of these counts shall be submitted to the Church Council, which shall create a Spiritual Oversight Taskforce consisting of one elder, and four officers to review the allegations (the pastor may also be on the taskforce if the allegations involve another called worker).

- The Taskforce shall carefully investigate the allegations; every effort shall be made to conclude the investigation in a timely and efficient manner.
- The Taskforce shall work with the appropriate officers of Rocky Mountain District of the Lutheran Church– Missouri Synod as advised by the circuit counselor.
- If the Taskforce determines that there are grounds for removal from office, the Church Council shall be notified of the findings in writing.
- If the Church Council finds the grounds sufficient; a Special Voters Assembly will be called within four weeks and the matter submitted for action.
- The Voters Assembly shall determine by secret ballot to remove or retain the Called Worker.

** Recognizing the sensitivity of such matters, all involved will keep the issue private and confidential. Records of such events will not be open to public review without express permission of the Church Council. If at anytime the accused individual voluntarily resigns from office, the matter shall be considered complete and only pertinent (generic) details will be shared with the congregation in order to protect the privacy of the individual.*

- 9.06 Removal from office – Commissioned Worker. Any commissioned worker, officer, board or committee member may be removed from office by the Voters Assembly by a simple majority ballot vote in Christian and lawful order, for one of the following reasons: persistent adherence to false doctrine, bringing disgrace to the office by immoral conduct, inability to perform official duties, willful neglect of

official duties, gross deficiency, or evident and protracted incapacity to perform the functions of the office to which the individual has been Commissioned.

Charges on any of these counts shall be submitted to the Church Council, which shall create a Spiritual Oversight Taskforce consisting of one elder, and four officers and the pastor to review the allegations.

- The Taskforce shall carefully investigate the allegations; every effort shall be made to conclude the investigation in a timely and efficient manner.
- If the Taskforce determines that there are grounds for removal from office, the Church Council shall be notified of the findings in writing.
- If the Church Council finds the grounds sufficient; a Special Voters Assembly will be called within four weeks and the matter submitted for action.
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Article 10 – Officers

10.01 The officers of this congregation shall be such officers, boards, or committees as the By-Laws of this Constitution prescribe.

Article 11 - Property Ownership (unalterable)

11.01 If, at any time, a separation should take place on account of doctrine, the property of the congregation and all benefits therewith connected shall remain with the voting members who continue to adhere in confession and practice to Article 4 of this Constitution. If division takes place for any other reason, the property shall remain with the majority of the voting members. In the event the congregation should totally disband, the property and all rights connected there with shall be transferred to the Rocky Mountain District of the Lutheran Church Missouri Synod.

Article 12 – Adoption of By-Laws

12.01 This congregation may adopt such By-Laws as may be required for the accomplishment of its mission.

Article 13 - Amendments to the Constitution and By-Laws

13.01 Amendments to the Constitution and By-Laws may be adopted at regular or special meeting of the Voters Assembly provided:

- a. They do not conflict with the provisions laid down in Article 4; and
- b. That the proposed amendment has been submitted in writing and read at a previous meeting of the Voters Assembly and published prior to the meeting at which the proposed amendment will be act upon; and
- c. That an affirmative vote of two-thirds majority of the voters present is secured.

13.02 A record of the original statement and the amendment will be kept at the end of this document in the section entitled "Record of Amendments".

BY-LAWS

Part 1 – Communion Participation

- 1.01 Holy Communion is a gift of Christ to His Church. In preparation for it, the Lord told St. Paul to write, “Let a person examine himself, then, and so eat of the bread and drink of the cup. For anyone who eats and drinks without discerning the body eats and drinks judgment on himself (1 Corinthians 11:28-29)
- 1.02 Out of loving concern for the communicant and from our understanding of the Holy Scripture and the Lutheran Confessions, we know that God’s desires for each person who communes are the following:
- a. be a baptized Christian;
 - b. recognize one’s sin and need for God’s grace through this special means;
 - c. profess the real presence of Christ in this sacrament – that is, confess that Christ’s body really is present in the bread, His blood really is present in the wine; and
 - d. have faith in the Saviors words. “Given and shed for you in the forgiveness of sins,” which embodies the purpose of this sacrament.

Part 2 – Membership

- 2.01 Privilege and Duty of Members. Members of this congregation shall:
- a. Make regular use of the Means of Grace, both Word and Sacraments;
 - b. Live a Christian life in accordance with the Word of God and the teachings of the Lutheran Church; and
 - c. Support the work of this congregation through the use of their God given gifts and talents.
- 2.02 Discipline. Members who deny the Christian faith as described in this Constitution, display conduct grossly unbecoming a member of the Church of Christ, or exhibit persistent trouble-making in this congregation have sufficient cause to be disciplined. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps:
- a. Private admonition by the pastor,
 - b. Admonition by the pastor in the presence of two or three witnesses, and
 - c. Citation to appear before the Board of Elders.
- 2.03 A member charged with an offense shall be requested to appear before the Pastor and Board of Elders after receiving written notice at least fourteen (14) days prior to the meeting, specifying the exact charges that have been made. If said member fails to appear at the time and place without valid excuse, the Board of Elders may proceed with the hearing and may reach its conclusion in the person’s absence.
- 2.04 Should the allegations be sustained by a majority vote of the Board of Elders, the Board shall impose one of the following disciplinary actions:
- a. Censure before the Church Council or Congregation;
 - b. Suspension from membership for a definite period of time; or
 - c. Recommendation for excommunication by the Voters Assembly.

- 2.05 Members being disciplined shall be unable to hold board, committee, officer or teaching positions until which time the action is rescinded by the Board of Elders.
- 2.06 Disciplinary actions shall be delivered to the member in writing and a copy sent to the Church Council.

** Recognizing the sensitivity of such matters, all involved will keep the issue private and confidential. Records of such events will not be open to public review without express permission of the Church Council. If at anytime the accused individual voluntarily resigns from office, the matter shall be considered complete and only pertinent (generic) details will be shared with the congregation in order to protect the privacy of the individual.*

- 2.05 Disciplinary actions will be reconsidered by the Board of Elders upon receipt of:
- a. Evidence that the allocations are incorrect, or
 - b. Evidence of repentance and amendment
- 2.06 Active Membership: An Active Member of the Prince of Peace Lutheran Church congregation will be defined as having attended worship service during the past 12 months and completed an attendance card or made a recorded donation to the church. The 12-month period will be the previous calendar year.
- 2.07 Inactive Membership: An Inactive Member of the Prince of Peace Lutheran Church will be defined as not having attended worship service during the past calendar year.
- 2.08 Discontinuance of Membership: If a member is determined to be inactive, his/her name will be added to the Inactive Member list. Once the list of Inactive Members has been completed, it will be announced during the next Voters Assembly for review by the congregation providing an update on the status of contacting each member.
- 2.09 After the congregation confirms the status of putative inactive members, the Elders will attempt to contact each inactive member/family by individually mailing a letter asking them to determine (a) if they are interested in remaining an active member of the congregation, (b) if they have an issue, which they would like to discuss, or (c) if they want to terminate their membership. A return envelope will be included with the letter for a convenient reply.
- 2.10 Responses will be separated based upon the answer to the questions stated in the letter.
- a. Those who elect to be terminated will be moved to the Proposed Termination List.
 - b. Those who respond that they have an issue, whether or not outlined will be moved to a Direct Contact List.
 - c. Those who state that they want to remain active will be moved back onto the active member list for the remainder of the calendar year.
- 2.11 If no response is received, or for those who have an issue, the name will be moved to a Direct Contact List. After being placed on the list, the Elders will then

attempt to make telephone contact. Assuming a good contact number, at least three (3) attempts shall be made to make a telephone contact.

- 2.12 Those who have been contacted will be processed based on the same criteria as the letter responses. Any member whom the Elders believe should have a visit will also be processed using the same above criteria at this time.
- 2.13 As contact is made with the inactive member either through mail or telephone contact, they will be removed from the list or moved to the Proposed Termination List.
- 2.14 Any Inactive Member who cannot be contacted because of an incorrect, changed or disconnected telephone number will be added to the Proposed Termination List.
- 2.15 The individuals and families on the Proposed Termination list will be voted on the next Voters' Assembly. Those whom the Voters' Assembly agrees to terminate will be removed from the membership rolls.

Part 3 – Voters Assembly

- 3.01 Authorization. The power and authority of this congregation shall be exercised through the Voters Assembly, called and held in conformity with civil laws and provisions of the Constitution and By-Laws of this congregation. The Voters' Assembly is authorized to:
 - a. Call a pastor;
 - b. Terminate the call of a pastor;
 - c. Approve the annual budget of the Church and School;
 - d. Acquire real and personal property by gift, devise, purchase, or other lawful means;
 - e. Hold title to and use its property for any and all activities consistent with its purpose;
 - f. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - g. Elect its officers and require them to carry out their duties in accordance with the Constitution, By-Laws, and continuing resolutions;
 - h. Employ staff necessary to accomplish the mission of this congregation.
 - i. Carry out or cause to be carried out any other actions necessary to the proper functioning of the congregation unless otherwise specifically called out in the constitution and/or these bylaws.
- 3.02 Meetings. The Voters Assembly shall hold at least two (2) meetings annually in or about May and November each year and at intervals deemed necessary by the Church Council. Special meetings may be called by the pastor, the president of the congregation or by petition of at least twelve (12) members, by notifying the congregation by mail, phone or electronic means and by announcing the date and place of such meeting two successive Sunday's prior to the meeting. If extenuating circumstances do not allow a two Sunday notice for the Special

meeting, a specific date for the meeting will be set by the Church Council and a diligent attempt made to contact all voting members to extend a personal invitation.

- 3.03 Meeting Announcements. Meetings of the Voters Assembly shall be made at two Sunday services immediately preceding the meeting, and in such publication as the congregation may periodically issue, or by special written notice to the voting members, by mail, phone or electronic means at least fourteen (14) days in advance of the date of the meeting.
- 3.04 Quorum. Ordinarily the voters present at a properly called meeting shall constitute a quorum to do business. However, for amending the Constitution, for the purchase or sale of property, for the erection of buildings, for the removal of a pastor, or for terminating the Church's relationship with the Lutheran Church Missouri Synod, 51% of all voters shall be required for a quorum. In the absence of a quorum, those present may reconvene the meeting at a prescribed date in concordance with Part 3.06. The members who are present at such "reconvened" meeting shall then constitute a quorum.
- 3.05 Voting. All matters brought before the Voters Assembly for a vote shall be decided by simple majority of those voting members present. However, when voting to remove a pastor from office or terminate the Church's relationship with the Lutheran Church Missouri Synod, a seventy percent (70%) majority of those present will be required. Voting at congregational meetings shall be by secret written ballot when calling or removing a pastor, or a called worker, or upon request because of the sensitivity of the issue. Voting by proxy or by absentee ballot shall not be permitted.
- 3.06 Reconvening a Meeting. When necessary to complete the business of the meeting, a Voters Assembly may, by majority vote of those attending, recess to reconvene at a specified time and place. A Voters Assembly may also decide to recess to reconvene upon call, but the time and place of such reconvened meeting must be announced at no less than two Sunday's in advance, and by notifying the congregation by mail, phone or electronic means not less than fourteen (14) days in advance. If extenuating circumstances do not allow a two Sunday notice for the reconvened meeting, a specific date for the meeting will be set by the Church Council and a diligent attempt made to contact all voting members to extend a personal invitation.
- 3.07 Order of Business. In all matters not specifically provided for herein, meetings shall be according to Robert's Rules of Order, (most recent revision).

Part 4 - Calling of Pastors and Other Ministers

- 4.01 When a pastoral or other ministerial vacancy occurs, the Board of Elders shall solicit volunteers who are active members from within the congregation to form a Call Committee consisting of at least seven (7) members.
- 4.02 The Call Committee will solicit from the congregation a list of attributes and professional preferences preferred in the position to be filled.

- 4.03 The Call Committee will solicit nominations for the vacant office from members of the congregation and from the President of the Rocky Mountain District. After the deadline for nominations has expired, the names of all nominees shall be sent to the President of the Rocky Mountain District with a request for pertinent information on all candidates.
- 4.04 Upon receipt of such information, the Call Committee will review, cull and prioritize the names of candidates according to those best suited for the role based on the previously identified congregational preferences and the mission of the congregation.
- 4.05 Once a list of recommended candidates is formed, the list of candidates shall be publically announced to the congregation on two successive Sundays or by mail at least fourteen (14) days before the meeting at which the call is to be extended.
- 4.06 Barring any sustained protest, the candidates shall be eligible for calling at a properly called meeting of the Voters Assembly. The election shall proceed by secret ballot. A majority of all votes cast shall be required to elect. The election shall, if possible, be then made unanimous.

Part 5 – Pastoral Office

- 5.01 The Pastoral Office shall consist of the Pastor and all church workers or volunteers called or commissioned by and in active service to this Congregation. Called and Ordained pastors shall be male.
- 5.02 Consistent with the faith and practice of this Congregation, the Pastoral Office shall:
 - a. preach the Word; and
 - b. administer the sacraments; and
 - c. conduct public worship; and
 - d. provide pastoral care.
- 5.04 The Pastoral Office shall, within the Congregation:
 - a. offer instruction, confirm, marry, visit the sick and distressed, and preside at funeral/memorial services; and
 - b. offer support to all organizations of this Congregation; and
 - c. install regularly elected Members of the Church Council and,
 - d. with the Board of Elders and Church Council, administer discipline.
- 5.05 The Pastoral Office shall:
 - a. strive to extend the Kingdom of God in the community, in the nation, and abroad;
 - b. seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 - c. disseminate knowledge of this Congregation and its wider ministry.
- 5.06 The specific duties of those serving in the Pastoral Office, their compensation, and other matters pertaining to their service shall be included in a letter of call or employment contract, which shall be attested to by the Church Council.

- 5.07. At a time of a Pastoral vacancy, an interim Pastor may be appointed by the Voters Assembly, until a Pastor is called and has accepted. During the period of service, an interim Pastor shall have the rights and duties in this Congregation of a regularly called Pastor.
- 5.08. The Pastoral Office shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, Active members, New Members, Members dismissed, or Members excluded from the Congregation. These statistics shall be reported to this congregation annually. Before leaving this congregation, the Pastor shall complete the records of his ministry up to the time of his/her departure. These records shall remain the property of this congregation.
- 5.09 Children of pastors and ministers called to full-time service at Prince of Peace Lutheran Church or School shall be eligible to attend Prince of Peace Lutheran School free of tuition. In the case of part-time ministers, the school tuition will be reduced to match their percentage of part-time employment.

Part 6 – Officers

- 6.01 The officers of this congregation shall consist of the president, vice-president/president elect, congregational secretary, treasurer, the chairs of each Board and Committee, and the representative at large.
- 6.02 Employees of the Church or School who are also members may not be elected to the position of president, vice-president, treasurer, or financial secretary. Such employees who are council members must recuse themselves of any discussion / decision pertinent to their employment or any perceived conflict of interest as determined by the Church Council.

Part 7 - Church Council

- 7.01 Membership. The voting membership of this congregation shall elect a Church Council in a manner provided in the By-Laws to carry out the corporate business of this non-profit corporation. The Church Council shall consist of the congregational officers and the Pastor each with full voting privileges. The School Administrator shall be an ex officio, non-voting member of the Church Council.
- 7.02 Authority. The Church Council shall be the governing body of the Church for matters of day-to-day operations and shall have such authority as delegated to it by this congregation. It shall exercise such authority in accordance with the Constitution and By-Laws and by such resolutions as may be authorized by this congregation.
- 7.03 The Church Council shall review and coordinate the actions of all Boards and Committees of the congregation and act in an advisory capacity to them. All Board and Committees are subservient to the Church Council, which shall have authority to resolve disputes in the best interest of the congregation - subject only to appeal to the Voters' Assembly.

- 7.04 The Church Council shall be authorized to take those actions it deems necessary in the operation of the congregation's programs and property except that no such action may conflict with this Constitution and By-Laws or with congregational directives.
- 7.05 Budget: The Church Council shall create and manage a balanced budget annually; it shall have sole accountability for decisions concerning income and disbursements and shall establish policies to carry out this function in daily operations.
- a. Each individual Board and Committee will participate in the creation of the annual budget and will be responsible for managing expenses within their respective area of said budget. Spending in excess of an approved budget must be pre-approved by the Church Council unless previously approved by the voters or designated for a specific purpose.
 - b. The annual budget of the church and school will be approved by a Voters' Assembly prior to being considered final.
 - c. The Church Council may make expenditures or encumber or dispose of property of up to \$5,000 in a single action without congregational approval. This shall include hiring of staff, except a Pastor, where annual cost at the time of hiring will not exceed \$5,000 unless previously budgeted, approved or designated.
 - d. Cash reimbursement of purchased items by members not specifically identified in the annual Church/School operating budget or approved by a Board or Committee, shall not be allowed unless expressly authorized or approved in advance by the Church Council. Otherwise, the Church Office Manager shall write and sign a memo identifying any such unauthorized purchases and acknowledging them as being tax-deductible donations that individuals can use for their Federal and State income tax purposes.
- 7.06 Leadership. The president of the congregation shall be the chairman of the Church Council. In his or her absence, the Vice-President shall act as chairman. The congregational secretary shall be the council's secretary.
- 7.07 Meetings. The Church Council shall meet regularly, usually monthly or as often as determined necessary by the council. The president, pastor or any three (3) members of the Church Council may call a special meeting by personally informing each member of the meeting time and place at least 24 hours in advance.
- 7.08 Quorum. At least six (6) voting members of the Council must be present in order to constitute a quorum.

Part 8 – Nomination and Election of Officers and Board Members

- 8.01 A nominating taskforce, consisting of at least the vice-president/president elect, one council member and the pastor shall be appointed by the president to create a

slate of candidates. The slate proposed by the taskforce shall consist of at least one name for each vacant officer and board position and be published in the Sunday bulletin at least one week before the May Voters Assembly. Additional nominations may be made from the floor. No person shall be nominated without consent.

- 8.02 Officers and Board members shall be elected by majority vote. Offices shall assume their respective duties the Monday immediately following the meeting and shall be inducted into service in a public service of the congregation when possible.
- 8.03 In case of vacancy in an elected office or board, the Church Council may appoint an active, willing member to the position. Such appointments shall be considered interim until ratified at the next Voters Assembly meeting. Unexpired terms of one year or less shall not be deemed a term of office.

Part 9 – Terms of Office

- 9.01 The elected officers shall serve a term of two (2) years and shall be allowed to succeed themselves for one (1) term. Approximately one-half of the members shall be elected each year. This method of election is to be on a continuing basis.
- 9.02 The office of president and vice-president / president elect shall each have a term of two (2) years.
- 9.03 Officers must take a one-year respite from their current position after serving an allowable term; they can however be elected to a different council position during that time.
- 9.03 In the event that no successor has been elected or is qualified when a respective term expires, such officer shall continue in the role until a qualified successor is elected.

Part 10 - Duties of Officers

- 10.01 President. The President shall preside at all meetings of this congregation and the Church Council.
- 10.02 The President shall be an ex-officio, non-voting member of all Boards, Committees, and taskforces within the congregation.
- 10.03 The President shall perform such other duties as may be necessary in the performance of his/her official capacity.
- 10.04 The President shall sign all legal instruments on behalf of this congregation.
- 10.05 Vice-President / President Elect. It shall be the duty of the Vice-President / President Elect to preside at meetings of this congregation and the Church Council

in the absence of the President, or upon the President's withdrawal from the office to participate in the proceedings.

- 10.06 The Vice-President / President Elect shall become the President of the Congregation after the end of the existing president's term but must be ratified by the Voters Assembly.
- 10.07 In the event of death, resignation, or inability to serve on the part of the President, the Vice-President shall become the President and have all the duties and responsibilities of the President for the remainder of the unexpired term.
- 10.08 The Vice-President shall assist the President in the performance of his/her duties.
- 10.09 Congregational Secretary. The Congregational Secretary shall be responsible for taking minutes of all council and congregational meetings. After approval of these minutes, by the Church Council, a copy, including attachments, shall be filed in the church administrative office. These copies shall comprise the records of the Church Council and congregational meetings.
- 10.10 The Congregational Secretary shall provide such minutes for distribution to Council members and to other members of this congregation, as the Council may decide.
- 10.11 Financial Secretary. It shall be the duty of the financial secretary to record in books kept for such purpose all offerings, contributions and special collections. Semi-annual statements shall be issued to members, showing their contributions to date. The financial secretary shall serve as an ex officio, non-voting member of the Stewardship Committee and receive direction from the Stewardship chair.
- 10.12 Treasurer. The treasurer shall review income and expense statements and authorize the transfer of funds between accounts, see that accurate records of receipts and disbursements of the congregation are kept in books that are the property of the congregation. The treasurer will submit a financial update report at each Church Council and Voters Assembly meeting. Such reports shall show income and disbursements compared to the budgeted line items.
- 10.13 Chairs. Chairs are elected to lead specific Boards or Committees as well as serve as representatives on the Church Council; they will represent such groups at the Council and communicate Council's guidance to their assigned group. Both the Board of Elders and School Board will select their own chair from within their board as elected by the congregation.
- 10.14 Representative at Large. Serves as a representative of and liaison / advocate to the congregation, supports the work of the Church Council. Participate in Boards, Committees and Taskforces as regular member as desired or elected.

Part 11 – Annual Strategic Planning

- 11.01 The Council will create, maintain, and update a Strategic Plan that guides the activities and resources of the congregation.

- 11.02 In order to identify and meet the long-term needs of the congregation and accomplish its mission, the Church Council will determine and follow an appropriate business planning cycle throughout the year that includes evaluation of needs, strategic planning, budgeting and implementation.

Part 12 – Church Boards & Committees

- 12.01 The regular program and work of this congregation shall be affected through Standing Boards and Committees or enacted by the Church Council through Continuing Resolutions, or by other task forces as appointed by the Church Council.
- 12.02 Board and Committee Chair appointments are generated by the Nominations Committee and ratified by the Voters Assembly.
- 12.03 Membership on Committees and Taskforces are by volunteers. Membership will consist of one elected chair who is accountable to recruit members and coordinate the activities assigned to the group based on the needs specific to the current setting or project. Committee members will have no assigned tenure and can serve for either a single project, a session or indefinitely.
- 12.04 Chairs of all Boards and Committees are expected to attend each Church Council meeting, arrange for a proxy or send a report with another council member. All Boards, Committees and Taskforces shall submit reports of their activities to the Church Council as required by Council.
- 12.05 Each Board, Committee or Taskforce is authorized to act within its area of responsibility, as defined by the Church Council, without prior Council approval except as limited by this Constitution and By-Laws. Each Board, Committee or Taskforce is authorized to expend funds as determined by the annual budget.

Part 13 - Accountabilities of Boards & Committees

- 13.01 Board of Elders. The Board of Elders, as assistants to the pastor, shall concern itself with the spiritual life of the congregation and shall be charged with the supervision of public worship, personal conduct, and church publications.

Assigned Accountabilities:

- Direct and supervise the visitation of new and existing members, and make every effort to bring them into the life and work of the congregation.
- Admonish members who are neglecting the means of grace and who fail to share in the support of the congregational endeavors; encourage participation in Word and Sacrament ministry.
- Establish and maintain standards for appropriate use of the sanctuary.
- Ensure that the liturgy of worship services conform to LCMS doctrine as noted in Article 4 and 5 of the By Laws.

- Supervise the music for all services and cooperate with the organist, choir chairs and choir members in maintaining high standards for all services.
- Supervise the work of ushers and cooperate with the members of the group in maintaining the proper church decorum at all services.
- Supervise the altar guild.
- Supervise the spiritual publications on the web site and of the congregation; encourage the dissemination of Christ-Centered literature conforming to LCMS doctrine.

Membership:

- The board shall elect annually its own chair and secretary. It shall be authorized to appoint annually such officers and committees (e.g., visitation committee, music committee, etc.) as are necessary to carry out its duties, subject to ratification of the Church Council. Members of the Board of Elders shall be male.

13.02 Prince of Peace Lutheran School Board. The Prince of Peace Lutheran School Board is accountable for keeping the school in line with the mission of the Church; setting the direction and course for the school; hiring and supervising the Administrator; overseeing school policies, curriculum, and staffing; and, ensuring financial viability for current and future generations. The School Board and Administrator must maintain a responsible, productive Christ—centered relationship with the Church, church staff, school staff and school families.

Assigned Accountabilities

The School Board will emphasize more strategic than administrative leadership. The Board will focus on the future, proactively charting course of study, spiritual development, facilities, and approving academic standards and materials consistent with the Administrator's authority and recommendations. The Board will do the following:

- Communicate the activities of the school and staff to the Church Council on a monthly basis. In turn, the School Board representative will promptly report pertinent Church Council information to the School Board.
- Ensure financial stability: The congregation has as a goal that Prince of Peace Lutheran School become and continue to be largely self-supporting. An annual school year budget is to be approved by the School Board and the Voters Assembly. The desired end-state is that adequate school funding is achieved through tuition, fundraisers and donations.
- Plan for the future viability, continued success, and growth of the school through the involvement of school staff, parents, and children.
- Regularly survey school parents, students, church members, and the community regarding the needs of the school. An Open session of each School Board meeting is a venue to facilitate communication.
- Oversee the development and updating of the Prince of Peace Lutheran School Handbook which shall govern the school and direct the actions of the school administration and staff.

- Evaluate the Administrator annually and also review the staff evaluations given by the Administrator. Evaluations are meant to impact contract renewals for the upcoming school year and therefore must be appropriate to that purpose.

Membership

- The School Board shall consist of four (4) or more POP Church members (at least one with a child enrolled in the School is preferred), the Pastor, and the School Administrator as an ex-officio (voting) member.
- One member of Good Shepherd Lutheran Church may serve on the Board as a voting member, but is not eligible to serve as School Board president or vice-president.
- One member of another local LCMS Lutheran Church may serve on the Board as a voting member, but is not eligible to serve as School Board president or vice-president.
- A school parent (non-POP) on the Board may be appointed by the School board to serve as a non-voting parent liaison and is ineligible for the Closed Session of the School Board meeting.

13.03 Communications Committee. The Communication Committee is accountable for all internal and external communications and marketing materials. The team will assemble a standardized look and methodology for communications.

Assigned Accountabilities:

- Ensure the following communication mediums are utilized effectively:
 - Church Sign
 - Web Site
 - Advertising (Web, Phone Book, Newspaper, Flyers)
 - Monthly Newsletter
 - Announcement section of the Bulletin

13.04 Outreach Committee. The Outreach Committee is accountable to coordinate events focused on evangelism and Christian education. Recognizing the call to spread God's Word to all Nations and Peoples, this group is accountable for creating opportunities for Church members to learn and grow in the Love of Christ. Through individual learning and opportunities to serve the community, POP members will be trained and encouraged to share the Gospel both internally and externally to the Church.

Assigned Accountabilities:

- Performs annual Talent Assessment of all congregation members
- Organizes Sunday School, and Vacation Bible School
- Organizes Men's Prayer Breakfast, Women's Bible Study and like groups.
- Forms small study groups and service teams that focus on outreach and evangelism
- Organizes annual events: Trunk-or-Treat, Easter Egg Hunt, Seder Meal, Fall Festival and the like
- Supports the East Mountain Community Chorus Committee

- 13.05 Stewardship Committee. The Stewardship Committee is accountable for counting and depositing offerings received at all worship services and submit weekly reports to the treasurer. Contributions shall always be counted at the church by at least two voting members approved by the Stewardship Committee, excluding the treasurer, the financial secretary and any member related to the first counter.

Assigned Accountabilities:

- Assembles & trains team of volunteers to assist with collections / counting
- Designs monthly counting schedule, submits for publication in the monthly newsletter and weekly bulletin.

- 13.06 Trustee Committee. The Board of Trustees is charged with the administration of all property belonging to the congregation. Hereafter, "use of church property" shall include the church, the school, the rental house, and all land.

Assigned Accountabilities:

- Make an annual inspection of church properties and equipment and make recommendations for needed repairs, improvements or replacements.
- Keep an inventory of all church properties, equipment, and supplies, including acquisition date and approximate value of each item.
- Arrange and supervise custodial help; coordinate cleaning around scheduled events. The board shall also meet periodically with the custodians to discuss the care of the building, needs and problems in custodial service.
- Determine and establish with the approval of the Council, regulations and fees for the use of church property and equipment. Provide the "Use of Church and School" document and follow up with its completion.
- Ensure groups, (both church members and non-members), who request to use church/school facilities or property are adhering to policy.
- Make and issue keys for church property, and keep and review annually a list of the keys issued. Make sure that keys no longer needed for the functions for which they were issued are returned promptly. Provide and maintain a locked key box in the church office and a back-up in the music office.
- Annually check the adequacy of all types of insurance for the church property and equipment, negotiate insurance contracts and complete the provisions of such contracts.
- Check all property quarterly for fire and safety hazards.
- Arrange for immediate repairs of an urgent nature.
- Coordinate preventive maintenance activities and arrange for repairs and alterations for which budget funds have been allocated.
- Approve, oversee and coordinate all decorating, furnishing, painting and remodeling projects of the church, both interior and exterior, and all in-kind donations. ("In-kind": goods or commodities as opposed to cash).
- Provide a document that can be used for members and employees for submission of a work request to the board of trustees.
- Maintain all landscaping including flowers, trees, plants, lawns, sprinkler systems and hardscapes.
- Arrange for snow removal, both of the parking lot and all walk ways.

- Decorate and maintain public areas of the church only, such as bulletin boards and the kiosk.
- Arrange for obtaining the Christmas tree and for its erection and post-Christmas removal.
- Plan, coordinate and oversee decorating the church for Christmas and likewise for returning the church to its normal condition.
- Submit an annual budget request at the annual council budget meeting.

13.07 Tender Loving Care Committee. The Board of Tender Loving Care shall be charged with the supervision of the activities related to the care of the congregation.

Assigned Accountabilities:

- Arrange for meals to be provided for families with illness, funerals and special events; coordinate the rotation of volunteers who can provide food for a given event and assist with setup, serving and cleanup; (Hospitality Committee).
- Coordinate parish nurse and volunteers to aid the bed-ridden and sick (home or hospital) and their families by providing assistance and support as needed
- Coordinate volunteers or paid staff to provide a church nursery for a Sunday morning service.
- Coordinate the operation of a church prayer chain (by phone) with input from the pastor, the parish nurse and others.
- Provide cards to members for birthdays, illnesses, encouragement, weddings, anniversaries and the loss of a loved one.
- Provide a special service coordinator who assists individual/families with arrangements for weddings, funerals etc.

Part 14 - Annual Reports

14.01 All Boards and Committees shall submit an annual report in writing for distribution to the congregation at a time determined by the Church Council.

14.02 These annual reports shall include:

- a. A summary of the activities for the past year.
- b. A financial report where such is applicable.
- c. Recommendations for future actions and requirements as related to their responsibilities.

Part 15 - Financial Audits

15.01 The Church Council shall obtain audits of both the Church and School annually and as deemed necessary by the Church Council or by the congregation. Resulting reports shall be available for inspection by any member of the congregation.

Part 16 - Record of Amendments

- 16.01 All amendments to the Constitution or By-Laws will be documented in the attached table (Appendix A) and maintained for permanent record.

Part 17 - Emergency Powers of the Church Council

- 17.01 In anticipation of or during a catastrophic event (i.e., natural or man-made disaster, threat of terrorism, attack or tragedy), if the Church Council cannot readily be assembled:
- Notice of a meeting of the Church Council need be given only to those whom it is practicable to reach and may be given in any practicable manner, including by publication, electronic communication or verbally.
 - During such circumstances, the presence of at least two Council members, at least one being the President, Vice President, Treasurer, Council Secretary or the Pastor; or one of the preceding and two Church members may be deemed an emergency quorum.
 - Emergency meetings of said quorum may be held in person or electronically.
- 17.02 The purpose of the emergency quorum is to in good faith protect and further the business affairs of the organization. The group will:
- Assume the duties and responsibilities of the duly elected Church Council.
 - Appoint new members to accommodate the incapacity of any director, officer, employee, or agent;
 - Relocate or reorganize the organization's principal place of business and associated assets;
 - Conduct all business transactions of the church;
 - Bind the organization in legal corporate contracts; but not impose liability on a Church Council member, officer, employee, or agent.
- 17.03 All meetings, discussions, attendees and decisions will be documented as meeting minutes and communicated to the Voters as soon as possible.
- 17.04 Emergency Powers will be in effect until which time it is feasible for a duly elected Church Council to return to regular operations.

This Constitution and By-Laws supersedes all preceding church documents of this nature and was adopted at a Church Council meeting on **June 9th, 2020** by a majority vote of those voting and was ratified at the **June 21st, 2020** Voters Assembly by a two-thirds majority vote of those voting.

President

Vice-President

Pastor

Congregational Secretary

Appendix A - Record of Amendments

Paragraph Number	Original Statement or Paragraph	Amended Statement or Paragraph	Date Approved
Part 17	None	Emergency Powers of the Church Council	06-21-2020